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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
(Richmond Division)**

In re:)	
)	Chapter 11
CIRCUIT CITY STORES, INC., et al.,)	
)	Case No. 08-35653-KRH
Debtors.)	
)	(Jointly Administered)
)	

**RESPONSE OF SOUTHPEAK INTERACTIVE, LLC TO DEBTORS'
THIRTY-FIFTH OMNIBUS OBJECTION TO CLAIMS (DISALLOWANCE
OF (I) CERTAIN AMENDED CLAIMS; AND (II) CERTAIN DUPLICATE CLAIMS)**

SouthPeak Interactive, LLC ("SouthPeak"), by counsel, hereby responds to the Debtors' Thirty-Fifth Omnibus Objection to Claims (Disallowance of (I) Certain Amended Claims; and (II) Certain Duplicate Claims) (the "Objection") as follows:

1. On November 12, 2008, the United States Bankruptcy Court for the Eastern District of Virginia (the "Court") approved an order establishing a bar date of December 19, 2009 for all claims pursuant to 11 U.S.C. § 503(b)(9) (the "Section 503(b)(9) Bar Date Order").

2. On December 18, 2009, in compliance with the Section 503(b)(9) Bar Date Order, SouthPeak timely filed a claim in the amount of \$184,757.76 (the "503(b)(9) Claim") for goods sold to Circuit City Stores, Inc. ("Circuit City") in the ordinary course of Circuit City's business

and received by Circuit City within 20 days before the date of the commencement of this case, pursuant to 11 U.S.C § 503(b)(9). Circuit City designated this claim as “Claim No. 1221.”

3. On or about March 25, 2009, SouthPeak filed a Motion for Payment of Administrative Expense Claim and Notice of Hearing electronically on ECF (Docket No.2758) (the “Motion”).

4. The Motion sought payment of the 503(b)(9) Claim.

5. The Motion also sought payment of \$107,075.52 for goods sold to Circuit City in the ordinary course of Circuit City’s business and received by Circuit City after the commencement of this case, pursuant to 11 U.S.C. § 503(b)(1)(A) (the “503(b)(1)(A) Claim”). SouthPeak, however, had not yet filed its 503(b)(1)(A) Claim. The Motion is attached hereto as Exhibit A.

6. Circuit City designated the Motion as “Claim No. 13130.”

7. On May 15, 2009, the Court entered an order establishing June 30, 2009 as the administrative expense bar date (the “Administrative Bar Date”).

8. On June 30, 2009, in compliance with the Administrative Bar Date, SouthPeak filed its 503(b)(1)(A) Claim by sending a copy of the 503(b)(1)(A) Claim to Circuit City’s Claims Processing Department, care of Kurtzman Carson Consultants, LLC (“KCC”). Circuit City designated this claim as “Claim No. 14212.” The 503(b)(1)(A) Claim included a copy of the Motion as an Exhibit. A copy of the 503(b)(1)(A) Claim is attached hereto as Exhibit B.

9. On or about August 21, 2009, the Debtors filed the Objection, asserting that Claim No. 14212 is duplicative of Claim No. 13130 with respect to the 503(b)(1)(A) Claim in the amount of \$107,075.52.

10. The 503(b)(1)(A) Claim was not intended to be duplicative of the Motion. It was simply intended to put the 503(b)(1)(A) Claim on the claims register in case the 503(b)(1)(A) Claim was not already on the claims register because of the Motion.

11. So long as SouthPeak's 503(b)(1)(A) Claim survives as Claim No. 13130 in the amount of \$107,075.52, without objection by Debtors as to its form or content, SouthPeak does not have any objection to the disallowance of Claim No. 14212.

WHEREFORE SouthPeak prays that (i) Claim No. 13130 be allowed in an amount no less than \$107,075.52; and (ii) SouthPeak be granted a hearing and such other relief as may be appropriate and as its interests may appear.

Dated: Richmond, Virginia
September 15, 2009

SOUTHPEAK INTERACTIVE, LLC

By: /s/ W. Alexander Burnett
Counsel

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CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true copy of the foregoing Response of SouthPeak Interactive, LLC to Debtors' Thirty-Fifth Omnibus Objection to Claims (Disallowance of (I) Certain Amended Claims; and (II) Certain Duplicate Claims) was served this 15th day of September, 2009, via email and by first class mail, postage prepaid, upon

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